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EXPRESS MAIL NO. EL897858992US

DECLARATION

As the below-named inventors, we declare that:

Our residences, post office addresses, and citizenships are as stated below under our names.

We believe we are the original, first, and joint inventors of the invention entitled "SHELL AND TUBE REACTOR," which is described and claimed in the specification and claims of Patent Application No. 09/955,588, which we filed in the United States Patent and Trademark Office on September 18, 2001, and for which a patent is sought. This application claims priority to U.S. Patent Application No. 09/752,792, filed on December 28, 2000.

We have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment specifically referred to herein (if any).

We acknowledge our duty to disclose information of which we are aware which is material to the patentability and examination of this application in accordance with 37 C.F.R. § 1.56(a).

We further declare that all statements made herein of our own knowledge are true and that all statements made on information and belief are believed to be true; and further, that these statements were made with the knowledge that the making of willfully false statements and the like are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and may jeopardize the validity of any patent issuing from this patent application.

Richard A. Sederquist
Richard A. Sederquist

Date December 14, 2001

Residence : City of Middletown
County of Middlesex
Citizenship : United States
P.O. Address : 68 Wildflower Lane
Middletown, CT 06457


Kevin Marchand

Date JAN 3, 2002

Residence : City of Burnaby
Province of British Columbia

Citizenship : Canada

P.O. Address : #303-9145 Saturna Drive
Burnaby, British Columbia
CANADA V3J 7K1

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EXPRESS MAIL NO. EL897858992US

PATENT

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicants : Richard A. Sederquist and Kevin Marchand
Application No. : 09/955,588
Filed : September 18, 2001
For : SHELL AND TUBE REACTOR

Docket No. : 130109.435

Box Missing Parts
Commissioner for Patents
Washington, DC 20231

ELECTION UNDER 37 C.F.R. §§ 3.71 AND 3.73 AND POWER OF ATTORNEY

The undersigned, being Assignee of the entire interest in the above-identified application by virtue of an Assignment filed concurrently herewith, hereby elects, under 37 C.F.R. § 3.71, to prosecute the application to the exclusion of the inventors.

Assignee hereby appoints George C. Rondeau, Jr., Reg. No. 28,893; David H. Deits, Reg. No. 28,066; William O. Ferron, Jr., Reg. No. 30,633; Richard G. Sharkey, Reg. No. 32,629; David V. Carlson, Reg. No. 31,153; Karl R. Hermanns, Reg. No. 33,507; Michael J. Donohue, Reg. No. 35,859; Jane E. R. Potter, Reg. No. 33,332; Robert Iannucci, Reg. No. 33,514; Lorraine Linford, Reg. No. 35,939; David W. Parker, Reg. No. 37,414; E. Russell Tarleton, Reg. No. 31,800; Ellen M. Bierman, Reg. No. 38,079; Brian G. Bodine, Reg. No. 40,520; Robert M. Ward, Reg. No. 26,517; Frank Abramonte, Reg. No. 38,066; Kevin S. Costanza, Reg. No. 37,801; Stephen J. Rosenman, Reg. No. 43,058; Brian L. Johnson, Reg. No. 40,033; Susan D. Betcher, Reg. No. 43,498; William T. Christiansen, Reg. No. 44,614; Jeffrey C. Pepe, Reg. No. 46,985; Timothy L. Boller, Reg. No. 47,435; James M. Verna, Reg. No. 33,287; James A. Mesher, Reg. No. 48,700; Mae J. Rosok, Reg. No. 48,903; Dale R. Cook, Reg. No. 42,434; comprising the firm of Seed Intellectual Property Law Group PLLC, 701 Fifth Avenue, Suite 6300, Seattle, Washington 98104-7092, as its attorneys to prosecute this application and transact all business in the Patent and Trademark Office connected therewith.

Please direct all telephone calls to Karl R. Hermanns at (206) 622-4900 and telecopies to (206) 682-6031.

Please direct all communications to:

00500

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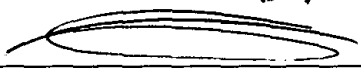
PATENT TRADEMARK OFFICE

Karl R. Hermanns
Seed Intellectual Property Law Group PLLC
701 Fifth Avenue, Suite 6300
Seattle, Washington 98104-7092

Pursuant to 37 C.F.R. § 3.73, the undersigned duly authorized designee of Assignee certifies that the evidentiary documents have been reviewed, specifically the Assignment to Ballard Power Systems Inc. filed concurrently herewith for recording, a copy of which is attached hereto, and certifies that to the best of my knowledge and belief, title remains in the name of the Assignee.

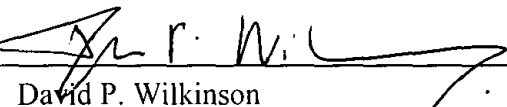
Ballard Power Systems Inc.
ASSIGNEE

November 6, 2001
DATE

By 
Noordin S.K. Nanji

Title Vice-President, Strategic Development

November 13th, 2001
DATE

By 
David P. Wilkinson

Title Vice President, Research & Development

Enclosure:
Copy of Assignment

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COPY

ASSIGNMENT OF UTILITY PATENT APPLICATION

WHEREAS, we,

Name	Post Office Address	
Richard A. Sederquist	68 Wildflower Lane, Middletown, CT, USA, 06457	; and
Kevin Marchand	#303-9145 Saturna Drive, Burnaby, BC, CANADA V3J 7K1	,

(hereinafter referred to as ASSIGNORS), having post office addresses as listed above next to our names, are the joint inventors of an invention entitled

SHELL AND TUBE REACTOR

as described and claimed in the specification for which an application for United States letters patent was filed on September 18, 2001, and assigned Application No. 09/955,588;

WHEREAS, Ballard Power Systems Inc. (hereinafter referred to as ASSIGNEE), a Canadian corporation having a place of business at 9000 Glenlyon Parkway, Burnaby, British Columbia, Canada V5J 5J9, is desirous of acquiring the entire right, title and interest in and to said invention, this application, and any Letters Patent that may be granted therefor in the United States and in any and all foreign countries;

NOW, THEREFORE, in exchange for good and valuable consideration, the receipt of which is hereby acknowledged, ASSIGNORS hereby sell, assign and transfer unto said ASSIGNEE, the entire right, title and interest in and to said invention, this application and any and all Letters Patent which may be granted therefor in the United States of America and its territorial possessions and in any and all foreign countries, and in any and all divisions, reissues and continuations thereof, including the right to file foreign applications directly in the name of ASSIGNEE and to claim priority rights deriving from this application and said parent application(s) to which said foreign applications are entitled by virtue of international convention, treaty or otherwise; said invention, this application and all Letters Patent on said invention to be held and enjoyed by ASSIGNEE and its successors and assigns for their use and

benefit and of their successors and assigns as fully and entirely as the same would have been held and enjoyed by ASSIGNORS had this assignment, transfer and sale not been made.

ASSIGNORS hereby authorize and request the Director of the Patent and Trademark Office to issue said United States Patent to ASSIGNEE, of the entire right, title and interest in and to the same, for its sole use and benefit, and for the use and behalf of its legal representatives, to the full end of the term for which said Patent may be granted, as fully and entirely as the same would have been held by us had this assignment and sale not been made.

ASSIGNORS agree to execute all instruments and documents required for the making and prosecution of applications for United States and foreign Patent on said invention, for litigation regarding said Patent, or for the purpose of protecting title to said invention or Patent therefor.

November 13, 2001 Richard A. Sederquist
Date Signature of Richard A. Sederquist
N.A. CITY)
State of Burraby)
N.A. PROVINCE) ss.
County of B.C.)

I certify that I know or have satisfactory evidence that Richard A. Sederquist is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated Nov 13, 2001
Signature of [Signature]
Notary Public
Printed Name VICTOR TUMI
My appointment expires 13 FOR LIFE

JAN 3, 2002
Date
Kevin Marchand
Signature of Kevin Marchand
City of BURNABY)
Province of BC) ss.

I certify that I know or have satisfactory evidence that Kevin Marchand is the person who appeared before me, and said person acknowledged that he signed this instrument and acknowledged it to be his free and voluntary act for the uses and purposes mentioned in the instrument.

Dated Jan 5, 2002
Signature of Notary Public [Signature]
Printed Name Victor Tse
My appointment expires IS FOR LIFE

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